UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

Chapter 11
) Case No. 22-10964 (MG)
) (Jointly Administered)

THIRD DECLARATION OF BENJAMIN J. STEELE IN SUPPORT OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS' APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF KROLL RESTRUCTURING ADMINISTRATION LLC AS NOTICING AND INFORMATION AGENT TO THE COMMITTEE EFFECTIVE AS OF AUGUST 5, 2022

- I, Benjamin J. Steele, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:
- 1. I am a Managing Director of Kroll Restructuring Administration LLC ("**Kroll**"),² noticing and information agent to the Committee, whose principal office is located at 55 East 52nd Street, 17th Floor, New York, New York 10055. I am authorized to submit this declaration on behalf of Kroll.
- 2. I submit this supplemental declaration (the "Third Declaration") in support of *The Official Committee of Unsecured Creditors' Application for Entry of an Order Authorizing the Employment and Retention of Kroll Restructuring Administration LLC as Noticing and Information Agent to the Committee Effective as of August 5, 2022*, filed August 11, 2022 [Docket No. 433] (the "Application"), filed by the Committee. I previously submitted declarations

The Debtors in these chapter 11 cases and the last four digits of their federal tax identification number are as follows: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application (as defined below) or, if not defined in the Application, then the meaning ascribed to such term in the Information Motion (as defined below).

[Docket Nos. 443-2, and 775] (the "**Prior Declarations**") in support of the Application. On September 15, 2022, the Court entered an order approving the Application [Docket No. 827].

- 3. After the filing of the Prior Declarations, counsel to the Debtors provided Kroll with the names of additional potential parties in interest identified on **Schedule 1** annexed hereto (the "**Supplemental Parties in Interest List**"). The results of the conflict check for this Supplemental Parties in Interest List were compiled and reviewed by Kroll professionals under my supervision.
- 4. Based on the additional parties added to the Supplemental Parties in Interest List, I hereby supplement my Prior Declarations to disclose the following connections, each of which Kroll believes does not present an interest adverse to the Debtors' estates and is disclosed solely out of an abundance of caution:
 - Christina Pullo, Managing Director of Kroll and Head of Corporate Actions, was previously an associate at Weil, Gotshal & Manges LLP ("Weil"), counsel to Core Scientific in these chapter 11 cases. Shira D. Weiner, General Counsel of Kroll and its divisional affiliates, was formerly an associate at Weil. Certain other employees of Kroll were also formerly associates at Weil. Ms. Pullo left Weil in May 2009, and Ms. Weiner left Weil in February 2008. Neither Ms. Pullo nor Ms. Weiner, or any other former Weil associates now working at Kroll worked on any matters involving the Debtors during their time at Weil. Stephen Karotkin is a consultant at Weil. Mr. Karotkin's son, Joshua Karotkin, a Director at Kroll, has been an employee of Kroll since April 2014.
 - Jessica Berman, a Director at Kroll, was formerly an associate at Togut, Segal & Segal LLP ("Togut"), counsel to the Ad Hoc Group of Custody Account Holders in these chapter 11 cases. Ms. Berman left Togut in March 2017. Ms. Berman did not work on any matters involving the Debtors during her time at Togut.
 - Ms. Berman was also formerly an associate at Cadwalader Wickersham & Taft LLP ("Cadwalader"), counsel to former executives of the Debtors in these chapter 11 cases. Ms. Berman left Cadwalader in 2009. Ms. Berman did not work on any matters involving the Debtors during her time at Cadwalader.
- 5. To the best of my knowledge, Kroll continues to be a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code and does not hold or represent an interest materially adverse to the Debtors' estates.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: November 14, 2022 New York, New York

> /s/ Benjamin J. Steele Benjamin J. Steele Managing Director Kroll Restructuring Administration LLC

Schedule 1

Supplemental Potential Parties in Interest

Ad-Hoc Group

Anderson, Jan Audeh, Ramzi

Banda, Santosh Praneeth

Benator, Ilene Bierbaum, Cheryl Bradley, Frank Malcom Butryn, Robert K. Calderone, Anthony Castillo, Gilbert Chan, Allison

Cherktyek Consulting, LLC

Chiakulas, John Cifani, Michael Crespo, Frank Dimetros, Jonandre Dreikosen, Stephen Fikar, Thomas Dean Frederick, Paul Gasso, Julius Gilmore, Andrew Griffin, Sargam Petra Guillo, Adrien

Gurazada, Lakshmi Sai Lalitha

Haddad, Ghassan Huang, Hsuan Yao Lebor, Christine Lindsay, Jacob Little, David Mansour, Ashley McLain, Karen Ralbovsky, Yanxing Reyes, Eduardo Reyes, Marino

Richardson Jr., Harry B.

Robinson, Craig Salyards, Jedidiah A. Saunders, William Schmeizer, Scott Singer, Michael Singh, Roshandip Smith, Jason Smith, Laura Dronen

Stearns, Aaron Tuan, Joey Turner, Elvin R. Urbano, Melinda Vejseli, Veton Wong, Calvin Yadav, Rishi Rav

Bankruptcy Examiner and Professionals

Jenner & Block LLP Shoba Pillay

Counsel to Former Executives

Cadwalader Wickersham & Taft

Paul Hastings LLP

Director/Officer

Albert, David Alisie, Adrian Ayalon, Amir Barwick, Christy Beaudry, Jeremie Robert Fan, Jiayi "Jenny"

Ferraro, Chris

Holert, Patrick Konduru, Subramaniam Vijay

Lawlor, Quinn Sabo, Ron Shalem, Yaron Van Etten, Frank

Legal Matters and Litigants

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Argo Innovations Labs, Inc.

Asher, Rishi Bao, Adelaide Barnouin, Pierre Beekman, Nathaniel J. Carrara, Diana Carroccio, Brian C. Cerqueira, Uno Gomes Chan, Peter Lm

Condit, Bradley

Constance-Churcher, Camilla

Davis, Bethany Dierna, Lindi

Dukler, Avinoam Aharon

Dunn, Michael Esazadeh, Morteza Fern, Shen-Jay Fisher, Mark Flynn, Justin Frishberg, Daniel Gallas, Matthias Gates, Christopher Goines, Taylor Grubbe, Jacob Guild, Benjamin Guo, Yi Meng Ishii-Moy, Mai

Kash, Loreta

Katoski, Kristin Freires

Kiani, Saad

Kunderevych, Volodymyr

Langley, Ray M.

Lazar, Angello Lazar, Valentin Le, Adrea T. Levy, Apple Levy, Damon

Liquidity Technologies Ltd D/B/A Coinflex

Majumdar, Dwaipayan Maki, Todd Federick Mara, Erin Claire Martin, Daniel Maxfield, Jason Lee Meng, Brian Minnick, Justin Mitton, Hugh Mozjesik, Sarah Ney, Andrew Nickels, Robert Oren, Nazim Pandya, Vishwaja

Park, Lisa Bokhee Pedley, Christopher J Pestrikov, Dmitri

Pikulenko, Inna

Plutus21 Blockchain Opportunities Fund I Plutus21 Blockchain Opportunities Fund I L.P

Puccio, George W Rebrook, Patrick Shafir, Ziv Simons, Scott Singh, Amol Bikram

Sousa, Nelson Dos Santos De

Stanley, Chad

Tiong, Susana Ying Hie Vizzutti, Nicholas Jeffrey

Weber, Brian Wilson, Kanyla Wohlman, Odette Wright, Austin Lamar Young, Christopher

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Conyers Dill & Pearman

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Buchalter, A Professional Corporation

Clint Petty

Cred Inc. Liquidation Trust

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Federal Trade Commission FisherBroyles, LLP Fortis Law Partners

Great American Insurance Company

Hopkins & Carley

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Lisa T. Vickers

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Nhat Van Meyer Nol Myer

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RH Montgomery Properties, Inc.

Ripple Labs Inc.

Roche Freedman LLP, A Professional Corporation

SAP America, Inc.

SAP National Security Services Sills Cummis & Gross P.C.

State of Washington Department of Employment

Security

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TN Dept of Commerce and Insurance

Togut Segal & Segal LLP

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Institutions

Weil, Gotshal & Manges LLP Weir Greenblatt Pierce LLP William D. Schroeder, Jr.

Other Related Parties

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Retail Customers

007 Capital LLC A'Vard, Suzanne Abdolsalehi, Alvand

Academic Health Research Group Inc

Adam, Alexander AK Solutions Inc Alblooki, Noora

Alchemy Capital Group LLC

Alfi, Eldad M Allen Davis, Otis Allen-Narker, Rosalind Alliance Service, Inc Alshehhi, Ali Alshehhi, Sultan

Alven Jerome Kroot Agreement Of Trust Dated

July 16, 1990, As Amended, AM Ventures Holding Inc.

Amaro, Johnny

An Eye Toward Retirement LLC

Anand, Kamaljit Andrews, Nik Andrianakos, Fotis Andrus, Brent W Aos Investments LLC Araújo, João Pedro Asaff, Glenn August, Lucia Kim Ayon, Brandon Bae, Peter

Baggenstos, Thomas Stephan

Bailey, Christoher Bailey, Jeremy Douglas

Baillie, Robert Baker, Brian

Baker, William Harold Baldwin, Kevin Balter, Lon Barrett, Bryan Barrett, Craig R Barry, Patrick Bartholf, John David Bartlett, Chris

Becin, Christopher Michael

Bedard, Craig Beerda, Douwe Bellotte, Brent

Baum, Joe

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Bergman, Devon Aaron

Bertsch, Kirk

Betancourt, Leopoldo Beyer, Richard William

Bfaller Rd LLC Bi, Mariam Biig LLC

Biscontine, Stephen C Bits of Sunshine LLC Blackthorne, Jordan Block, Michael Henry Blum, Hugo

Bnktothefuture
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Bofilis, Dimosthenis
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Bongiorno, John
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Bourell, Roy Bowman, Eric Lee

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Butryn, David Bveeder Rd LLC Byrd, Jeffery L Byrd, William Michael Byrne, Michael S Caceres, Santos Cadwell, Charles Caj Krogh Holding Aps Cannon, Andrew

Caraballo, Christopher Richard Carmonatoscano, Rafael

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Chester Church Buckenmaier 3rd

Chetaud, Louis Chetchotisak, Chot Chi, Sang Keun Chiapuris, Paul Neil

Chin, Jason Christensen, Chad R Chu, Pui Sum Church, Legacy City Chvalek, Jirka Claessens, Cris Clark, Nicholas Clark, Scott

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Coin Meester B.V. Cole, John Cole, Joshua Coleman, Rasan A

Collins, Cade Alexander Walker

Conlin, Jon Collins Connolly, Thomas Joseph

Cook, Daniel Corp, Prasine Corporation, Stellence

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Courtney, Tod Andrew Coward, Martin John

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Dancs, Douglas

Dang, Phuoc Trung

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Parsons, Aron William Patel, Mitesh Patel, Shital Kantilal Pearlman, Leah

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Scalar Investments Corp. Schallmann, Justin Schardt, Natalie Schauder, Marco Schenk, Rolf Schile, Clay Jeremiah

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Seldes, Richard Seneca, Michael James Sepp, Todd Edward

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Shepherd, Llovd Thomas Shriver, Damien Jay Sigle, Manfred Simard, René-Marc

Simonsen, Robert Simov, Svetoslav

Sirjoo, Jitindra Wayne Siwik, Robert

Skrocki, James A Slater, Brian Thomas

Sleeper Hill Investments LLC Sleeper, Richard Daniel

Smith, Bob Smith, Daniel W Smith, Ralph

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Spain, Betty J Spain, Court W Speterson Rd LLC Spriggs, Leeton Sprinkle, David Srisaikham, Palita Stefanski, John Steger, Reinhold Stein, Jason

Steinberg, Michael Stephenson, Cecil Stevens, Ashleigh Stevenson, Nicholas

Stiohn, Sean

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Stolle, Diane Sublett, Sandra Suckno, Keith Michael Summers, Adam Neal Suskind, Joseph Sutedjo, Juwono Sutfin, Miller Sutton, Richard Sweeney, David Taibi, Charlie

Tall Tree Consulting LLC Tanaka, Colleen Takeko Tanner, Delbert Hodges The Anna Pistev Family Trust The KNL Family Trust Thomann, Michael John Thomas, Michael Anthony

Thornton, William Arthur Trahan, Ryan Michael Transparencyx LLC

Trucksess, Cory Trundy, Cory Lane

Truschel, Sante Kundermawan Arien

Tsai, Jonathan P Tsang, Kwan Ming Tsang, Wai Nam Tsonis, Con

Turpin, James Phillip Turtle, Ryan Michael Ughetta, Mark Richard

Ulrey, Renard Untermeyer, Ricky Uppheim, Kristoffer Urata-Thompson, Harumi Ustymenko, Vadym Valdes, Stephen

Valenzuela, Daniel Anthony Van De Weerd, Eugene Vance, Shawn Dylan Vanhoose, Derek Paul

Vault12, Inc Vegancuts Inc. Venema, Wim Verheyen, Kenneth Vetsch, Richard Vidmar, Ziga Vivar, Emmanuel Vozzo, Mark Joseph Wade, Ryan Kenneth

Walbeer Singh, Balwinder Singh

Walker, Raphael Wang, Feiting

Wangler, Mason Christian

Watkins, Matthew Wator, Wojciech

Weimert, Bradley Thomas Weiss, Allen Robert Weiss, Christoph Welby, Caitlin Wells, Jason Wendling, Vincent West, Darren Westhof, Tonia Wheeless, Daniel White, Brendan Battaglia

Whittlinger, Ryan

Wielzen, Fons

Wierzbowski, Radoslaw Lech

Williams, Brendan Williams, Charles Williams, Paul Witkin, Daniel

Woltzenlogel Paleo, Bruno

Wong, Eric Flores Wong, Jason Woo, Ken

Woolsey, Jonathan

Wright, Timothy

Xiao, Ling

Yang, Yen-Huoy

Yarwood, Darren G

Yoon, Tera Sahyun

Young, Rudolph Paul

Young, Timothy Shannon

Younts, David

Yu, Jenny

Zaharieva, Katerina

Zahra, Carmelo

Zarchi, Meir

Zhang, Kevin

Zhang, Qinghua

Zhao, Tiangi

Zhou, William

Zijlstra, Fayce

Zimmermann, Oliver

Zygas, Viktoras

Taxing Authority/Governmental/Regulatory Agencies

Alaska Division of Banking & Securities

Arkansas Securities Department

Autorite Des Marches Financiers (AMF) -

Canadian Securities Administrators

California Department of Financial Protection and Innovation

Commodity Futures Trading Commission

Commonwealth of Massachusetts Office of The

Attorney General

Commonwealth of Massachusetts Securities

Division

District of Columbia Department of Insurance,

Securities and Banking

Financial and Consumer Affairs Authority

Financial Conduct Authority

Georgia Office of Secretary of State Securities &

Charities Division

Gibraltar Financial Services Commission

Hawaii Department of Commerce and Consumer

Affairs

Illinois Securities Department

Minnesota Attorney General Office

Minnesota Department of Commerce

Mississippi Secretary of State Office

New Hampshire Bureau of Securities Regulation

New Jersey Office of The Attorney General

North Carolina Department of The Secretary of

Office of The Attorney General of Missouri

Office of The Montana State Auditor

Office The Attorney General of West Virginia

Pennsylvania Bureau of Securities Compliance and

Examinations

Pennsylvania Department of Banking and

Securities

South Carolina Office of The Attorney General

South Dakota Division of Insurance Securities

Regulation

State of California Department of Justice Public

Inquiry Unit

State of Idaho Department of Finance

State of New York Office of The Attorney

General, Division of Economic Justice

State of Oklahoma Department of Securities

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The Ontario Securities Commission (The OSC)

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Christou, Renos Coleman, Bradley K Costica, Tudor Dawson, Meryl Debak, Antun Dias, Eric

Dinwiddie, Spencer Dreifuss, Itai Dreyfus, Fernando Eddison, Mark Eede, Jelle Van den Emmanuel, Alaina Enkur, Gokhan

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Mullholand, Lindsey R. Mulligan, Scott Mylona, Olimbia Nagy, Eniko Andrea Naidu, J Raag Nethercote, Holley Offord, Scott Ogilvy, David Panago, Constantine Paneva, Violina Papademetriou, Fotis Patchen, Aaron Piechocinska, Olga Pillakouris, Maria

Prokopis, Konstantinos Pušonja, Mališa Raducioiu, Iulia Rahman, Kent Refaeli, Alon Rethy, Istvan-Levente

Rhind, Ryan Ríos, David García Rubin, Jaclyn Russell, Jacob Saliba, Paul S Sawhney, Rajiy Seese, Dylan Setovich, Javier Sharma, Bharti Shitov, Alexey Shkedi, Jonathan Silva, Karl Da Silverman, Tyler Smith, Winston Royce

Solomon, Levi

Sopracasa, Erik Sposato, Dalila Tasker, Stephen

Teng, Aaron

Theocharous, George

Thrasyvoulou, Olga

Tinoco, Diana

Tore, Alex

Turley, Andrew

Vandervelde, Jeffrey

Varzea, Monica

Vasileiou, Eirini

Veliz, Jessica

Vrazic, Michail

Wang, Yuanbo

Wingerden, Gerrit Van Wlosek, Ewa

Yellin, Sruli

Yiadom, Prince

Zoeller, Arielle